

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

<hr/> In re:  CIRCUIT CITY STORES, INC., <u>et al.</u> , <sup>1</sup>  Debtors. <hr/>	: : : : : : : :	Chapter 11  Case No. 08-35653-KRH (Jointly Administered)
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**SUPPLEMENTAL DECLARATION OF ROBERT J. FEINSTEIN  
IN SUPPORT OF THE APPLICATION AND ORDER AUTHORIZING  
AND APPROVING THE EMPLOYMENT OF PACHULSKI STANG  
ZIEHL & JONES LLP AS COUNSEL TO THE OFFICIAL COMMITTEE  
OF UNSECURED CREDITORS NUNC PRO TUNC TO NOVEMBER 18, 2008**

I, Robert J. Feinstein, declare and state as follows:

1. I am a partner with the firm of Pachulski Stang Ziehl & Jones LLP (“PSZJ” or the “Firm”), with offices located at 780 Third Avenue, 36th Floor, New York, New York 10017-2024. I am duly admitted to practice law in the State of New York, the United States District Courts for the Southern, Eastern, Northern, and Western Districts of New York, and the United States Court of Appeals for the Second Circuit. I am authorized to submit this supplemental declaration in support of the *Application for Entry of an Order Authorizing and Approving the Employment of Pachulski Stang Ziehl & Jones LLP as Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to November 18, 2008* (the “Application”) [Docket # 1192].

2. On January 20, 2009, and pursuant to the Application this Court entered the *Order Authorizing and Approving the Employment of Pachulski Stang Ziehl & Jones LLP as*

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<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of their respective federal tax identifications numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSSstuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City West Coast is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

*Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to November 18, 2008* (the “Order”) [Docket #1671], approving the Firm as counsel to Official Committee of Unsecured Creditors of the above-captioned debtors and debtors in possession.

3. I make this supplemental declaration pursuant to Rule 2014 of the Federal Rules of Bankruptcy Procedure to disclose the following representation and in further support of the Application and Order.

4. In February 2005, Source Interlink Companies, Inc. and certain of its subsidiaries and affiliates merged with Alliance Entertainment Corp., a current member of the Official Committee of Creditors in these chapter 11 cases.

5. On April 27, 2009, Source Interlink Companies, Inc. and certain of its subsidiaries and affiliates (collectively the “Debtors”),<sup>2</sup> filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Delaware Court”) pending under the lead case of Source Interlink Companies, Inc., Case No. 09-11424 (KG).

6. On April 28, 2009, PSZJ filed an application with the Delaware Court seeking entry of an order approving the Debtors’ retention of PSZJ as the Debtors’ bankruptcy co-counsel *nunc pro tunc* to April 27, 2009.

7. On May 28, 2009, the Delaware Court entered an order approving the Debtors’ retention of PSZJ.

Executed this 5th day of June, 2009, in New York, New York.

/s/ Robert J. Feinstein  
Robert J. Feinstein

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<sup>2</sup> The Debtors, together with the last four digits of each debtor’s federal tax identification number, are: Source Interlink Companies, Inc. (8299); AEC Direct, LLC (1003); Automotive.com, LLC (2610); Canoe & Kayak, Inc. (5510); Directtou, Inc. (4741); Enthusiast Media Subscription Company, Inc. (1137); Motor Trend Auto Shows, LLC (5888); RDS Logistics, LLC (0305); Source-Chestnut Display Systems, Inc. (6446); Source Home Entertainment, Inc. (8517); Source Interlink Distribution, LLC (3387); Source Interlink International, Inc. (1428); Source Interlink Magazines, LLC (3601); Source Interlink Manufacturing, LLC (7123); Source Interlink Media, LLC (4935); Source Interlink Retail Services, LLC (6967); Source Mid Atlantic News, LLC (7108); The Interlink Companies, Inc. (2991). The location of the Debtors’ corporate headquarters and the service address for all Debtors is: 27500 Riverview Center Boulevard, Suite 400, Bonita Springs, Florida 34134.